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INTERAGENCY NOTICE OF CHANGE IN CONTROL

Public reporting burden for the collection of information for this notice is estimated to average 30 hours, including the time to gather and maintain data in the required form, to review instructions and to complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Office of the Executive Secretary, Federal Deposit Insurance Corporation, 550 17th Street, N.W., Washington, D.C. 20429; Secretary, Board of Governors of the Federal Reserve System, 20th St. and Constitution Ave., N.W., Washington, D.C. 20551; Licensing Policy and Systems Division, Comptroller of the Currency, 250 E Street, S.W., Washington, D.C. 20219; or Corporate Activities Division, Office of Thrift Supervision, 1700 G Street, N.W., Washington, D.C. 20552; and to the Office of Management and Budget, Paperwork Reduction Project, Washington, D.C. 20503.

An organization or a person is not required to respond to a collection of information unless it displays a currently valid OMB control number.

GENERAL INFORMATION AND INSTRUCTIONS

Preparation and Use

This form is used to file notice to acquire, under certain circumstances, shares of depository institutions or depository institution holding companies, as required by the Change in Bank Control Act, as amended (12 U.S.C. 1817(j)). The information must be submitted to the appropriate regulatory agency of the institution whose shares are to be acquired. All inquiries on preparation of the notice should be directed to that agency which, in some circumstances, may modify the information requested. The regulatory agency will review the submitted notice to determine if it is complete. If so, an acknowledgment letter will be sent indicating the date complete, which begins the 60-day statutory review period. If the submitted notice is not complete, the regulatory agency may either request additional information or it may return the notice. If the required information is not available, please explain. The questions are not intended to duplicate information supplied on another form or in an exhibit; a cross reference to the information is acceptable.

For additional information regarding the processing procedures and guidelines, and any supplemental information that may be required, please refer to the appropriate regulatory agency's procedural guidelines (i.e., Comptroller's Corporate Manual, the FRB's Processing Applications Through the Federal Reserve System and the Applications Procedures Manual, the FDIC's Rules and Regulations (12 C.F.R. § 303.4) and relevant policy statements, or the OTS' Application Processing Handbook), or contact the agency directly for specific instruction.

Biographical and Financial Report

To assist the regulatory agencies in evaluating the factors specified in the Change in Bank Control Act, an *Interagency Biographical and Financial Report* must be submitted for **each** person named in the notice.

Supporting Information

The formal questions in the notice are not intended to limit the acquiror's presentation and the regulatory agency may request additional necessary information. If any information furnished in the notice changes materially during the processing of the notice or prior to consummation, such changes should be communicated promptly to the regulatory agency with which the notice was filed.

Compliance

The proposed acquiror is expected to comply with all representations and commitments made in this notice.

Transactions subject to the Hart-Scott-Rodino Antitrust Improvement Act of 1976 (15 U.S.C. 18a), which applies to certain very large transactions, require a pre-merger filing with the Federal Trade Commission and the Department of Justice.

Notice of Publication

An acquiror must publish an announcement of the proposed acquisition in a newspaper of general circulation in the community in which the head office of the financial institution or holding company is located. In the case of a bank holding company, an announcement must also be published in each community in which the head office of a bank subsidiary of the holding company is located. A copy of the affidavit(s) of publication should be submitted to the appropriate regulatory agency. Contact the appropriate regulatory agency for the specific requirements of the notice of publication.

Confidentiality

In general, requests for confidential treatment of specific portions of the notice must be submitted in writing concurrently with the submission of the notice and must discuss the justification for the requested treatment. An acquiror's reasons for requesting confidentiality should specifically demonstrate the harm (e.g., to its competitive position, invasion of privacy) that would result from public release of information (5 U.S.C. 552). Information for which confidential treatment is requested should be (1) specifically identified in the public portion of the notice (by reference to the confidential section); (2) separately bound; and (3) labeled "Confidential". An acquiror should follow the same procedure regarding a request for confidential treatment with regard to the subsequent filing of supplemental information to the notice.

An acquiror should contact the appropriate regulatory agency for specific instructions regarding requests for confidential treatment. The appropriate regulatory agency will determine whether the information submitted as confidential will be so regarded and will advise the acquiror of any decision to make available to the public information labeled as "Confidential".

INTERAGENCY NOTICE OF CHANGE IN CONTROL

1. Personal Information

- (a) Name of proposed acquiror(s)

(Last) (First) (Middle--no initials)

- (b) Name and address of insured depository institution or depository institution holding company whose shares are to be acquired:

(Name)

(Street Address)

(City) (State) (Zip Code)

- (c) Name, title/employer, address, telephone number and fax number of person to whom inquiries concerning this notice may be directed:

(Name)

(Title/Employer)

(Street Address)

(City) (State) (Zip Code)

(Telephone Number) (Fax Number)

2. Does this notice represent prior notification to the regulatory agency? _____ Yes _____ No

If the response is "No", state the nature of the exception upon which the acquiror is relying for an exception to the prior notice requirement. If no exception is available, please discuss the reason(s) that prior notice was not given, and modify the wording of the form as appropriate so as to provide all necessary information related to the transaction.

3. (a) At the institution to be acquired, total number of voting shares authorized: _____
 (b) Total number of voting shares outstanding: _____ Existing _____ Pro Forma

4. Provide the following information. For any shares registered or to be registered in another name (such as a trust, corporation, or partnership), indicate the names of registered parties, beneficial owners and trustees, as applicable.

Full name and address of each acquiror/transferee	Number of shares now owned, controlled, or held	Number of shares to be purchased by or transferred to the acquiror/transferee	Number of shares after completion of proposal
TOTAL			
Total as percent of shares outstanding	%	%	%

5. Indicate:

- (a) The purchase price(s) per share of shares to be acquired \$ _____
 (b) Total purchase price for the entire proposed transaction \$ _____
 (c) The current book value per share \$ _____
 (d) The current market value per share \$ _____
 (including date and source of information, if available)

6. Discuss the proposal, including the purpose, terms, and conditions of the [proposed] acquisition, and the manner in which the acquisition will be made. Summarize and attach copies of all pertinent documents, such as purchase and sale agreements, shareholder agreements, non-compete agreements, employment contracts, and trust agreements.

7. Provide the following information.

Name of each acquiror/transferee	Total purchase price	Source and amount of funds
	\$	
TOTAL	\$	

- (a) If cash funds will be used, provide copies of checking, savings, or money market account statements. If assets will be liquidated, list those assets and provide a copy of the documents that can verify the timing of such transaction and the amount of the anticipated proceeds.
- (b) If any portion of the funds (or other consideration) for the acquisition will be borrowed, indicate the name of each borrower, name and address of each lender, amount financed, collateral to be pledged, and terms of the transaction, including interest rates, amortization requirements, guarantors, endorsers, co-makers, and any other arrangements, agreements, and understandings between and among the parties. If applicable, submit a copy of any loan commitment letter.
- (c) Indicate the means through which the borrowed funds will be repaid. Provide details if the acquiror will rely on salaries, dividends, fees, or other funds from the insured depository institution or depository institution holding company to be acquired.

8. Provide the following information.

Name of each seller/transferor	Number of shares now held	Number of shares to be sold/transferred	Number of shares after completion of proposal
TOTAL			
Total as percent of total shares outstanding	%	%	%

9. Identify any person or parties employed, retained, or to be compensated by any acquiror, or by any person on behalf of any acquiror, to make solicitations or recommendations to stockholders and thereby assist in the acquisition. Include a description of the terms of such employment, retainer, or arrangement for compensation, and provide a copy of any such agreement or contract.
10. List and provide copies of all invitations, tenders, or advertisements making a tender offer to stockholders for purchase of their stock in connection with the proposed acquisition.
11. Describe in detail any plans or proposals that any acquiror may have to liquidate the insured depository institution or depository institution holding company to be acquired, to sell its assets, to merge it with any company, or to make any other significant change in its business strategy or corporate structure.

12. If changes are contemplated with respect to the board of directors or senior executive officers of the insured depository institution or depository institution holding company to be acquired, provide a current and pro forma list of officers and directors. The regulatory agency with which this notice has been filed should be contacted to determine the filing and/or other informational requirements associated with changes to the board of directors or senior executive officers, pursuant to Section 32 of the Federal Deposit Insurance Act (12 U.S.C. 1831i).

13. For each acquiror, indicate any positions currently held (director, officer, or employee) in any other insured depository institution or depository institution holding company. Also, indicate if any acquiror directly or indirectly (such as through personal trusts, corporations, or similar arrangements) owns, controls, or has power to vote 10 percent or more of the voting stock of any other insured depository institution or depository institution holding company.

Name of each acquiror/transferee	Name and address of each insured depository institution or depository institution holding company	Position/ Date appointed	Percent ownership of institution

14. If any office of any insured depository institution or depository institution holding company with which the acquiror is currently associated is located in the same geographic market as the subject institution, provide the name and location of each office of such other organization.

Privacy Act Notice

A copy of this document is provided to the appropriate regulatory agency as required under 12 U.S.C. 1817(j) and implementing regulations. The notice, including supporting material, is available to the public upon request under the provisions of the Freedom of Information Act (5 U.S.C. 552). Contact the appropriate regulatory agency for the specific procedures under which the notice would be disclosed to the public. To the extent that it contains personal and financial information concerning individual acquirors of insured depository institutions and depository institution holding companies, the information may be subject to the Privacy Act of 1974 (5 U.S.C. 552a) which provides safeguards for personal information.

This form solicits information that will enable the regulatory agencies to evaluate and make a decision on each proposed change in control under the standards prescribed by the Change in Bank Control Act. Failure to provide information requested in connection with the processing of this notice could result in disapproval of a proposed acquisition or a determination that a complete notice has not been submitted. Any person acquiring control of an insured depository institution or holding company without filing a notice prior to the proposed acquisition may be subject to substantial civil money penalties. The Change in Bank Control Act requires the regulatory agencies processing this notice to furnish copies of this information to other federal and state banking authorities. Where possible violations of laws or regulations are disclosed, relevant information may be made available to other regulatory agencies or other law enforcement or governmental agencies. Identification of parties to a proposed transaction and details of that transaction, to the extent material to the regulatory agency's determination, may be incorporated in orders and notices issued under the Change in Bank Control Act or otherwise made public.

CERTIFICATION*

I certify that the information contained in this notice has been examined carefully by me and is true, correct, and complete, and is current as of the date of this submission. I acknowledge that any misrepresentation or omission of a material fact constitutes fraud in the inducement and may subject me to legal sanctions provided by 18 U.S.C. 1001 and 1007.

Signed this ____ day of _____, ____.

Signature

Signature

Print or type name

Print or type name

Title (if applicable)

Title (if applicable)

*This notice should be signed by each acquiring party, or by at least two directors, officers, partners, or others authorized to sign on behalf of an acquiring party that is not an individual.

INTERAGENCY NOTICE OF CHANGE IN DIRECTOR OR SENIOR EXECUTIVE OFFICER

Public reporting burden for the collection of information in this Notice is estimated to average 2 hours per response, including the time to gather and maintain data in the required form, to review instructions and to complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Office of the Executive Secretary, Federal Deposit Insurance Corporation, 550 17th Street, NW, Washington, DC 20429; Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551; Licensing Policy and Systems Division, Comptroller of the Currency, 250 E Street, SW, Washington, DC 20219; or Corporate Activities Division, Office of Thrift Supervision, 1700 G Street, NW, Washington, DC 20552; and to the Office of Management and Budget, Paperwork Reduction Project, Washington, DC 20503.

An organization or a person is not required to respond to a collection of information unless it displays a currently valid OMB control number.

GENERAL INFORMATION AND INSTRUCTIONS

Who Must File

This Notice is used, as required by Section 32 of the Federal Deposit Insurance Act (Act) (12 U.S.C. 1831i), by a depository institution or its holding company to notify the appropriate regulatory agency of a proposed change in the board of directors or senior executive officer of such institution or holding company.

In general, this requirement is applicable to a depository institution or depository institution holding company that:

- is not in compliance with all minimum capital requirements applicable to such institution, as determined by the appropriate regulatory agency on the basis of such institution or holding company's most recent report of condition, report of examination or inspection;
- is in troubled condition; or
- the appropriate regulatory agency determines, in connection with its review of a capital restoration plan required under Section 38 of the Act (12 U.S.C. 1831o) or otherwise, that such prior notice is appropriate.

Preparation

The depository institution or its holding company (filer) should complete this Notice by providing a response to each of the questions and signing the Certification for each proposed individual. Information should be provided as of the Notice's submission date. In addition, each proposed individual must complete the biographical and certification portions of the *Interagency Biographical and Financial Report*. The filer and each proposed individual are responsible for understanding the requirements and the accuracy of the statements. The completed form(s) should be sent to the appropriate regulatory agency.

For additional information regarding the processing procedures and guidelines and any supplemental information that may be required, please refer to the appropriate regulatory agency's procedural guidelines (i.e., Comptroller's Corporate Manual, the FRB's Processing Applications Through the Federal Reserve System and the Applications Procedures Manual, the FDIC's Rules and Regulations (12 C.F.R. 303.14) and relevant policy statements, or the OTS' Application Processing Handbook) or contact the agency directly for specific instruction.

Confidentiality

In general, requests for confidential treatment of specific portions of the application must be submitted in writing concurrently with the submission of the application and must discuss the justification for the requested treatment. Applicant's reasons for requesting confidentiality should specifically demonstrate the harm (e.g., to its competitive position, invasion of privacy) that would result from public release of information (5 U.S.C. 552). Information for which confidential treatment is requested should be (1) specifically identified in the public portion of the application (by reference to the confidential section); (2) separately bound; and (3) labeled "Confidential." Applicant should follow the same procedure regarding a request for confidential treatment with regard to the subsequent filing of supplemental information to the application.

An Applicant should contact the appropriate regulatory agency for specific instructions regarding requests for confidential treatment. The appropriate regulatory agency will determine whether the information submitted as confidential will be so regarded and will advise the Applicant of any decision to make available to the public information labeled as "Confidential."

Privacy Act Notice

A copy of this document is provided to the appropriate regulatory agency as required under Section 32 of Federal Deposit Insurance Act (12 U.S.C. 1831i). To the extent that it contains personal and financial information concerning proposed directors or senior executive officers of a depository institution or holding company, the information may be subject to the Privacy Act of 1974 (5 U.S.C. 552a) concerning safeguarding personal information.

This information is required to enable the appropriate regulatory agency to evaluate each proposed addition of any individual to the board of directors or the employment of any individual as a senior executive officer and determine whether or not to disapprove it. A failure to provide this information could result in disapproval of such a proposal or a determination that the legal requirement of prior notice has not been satisfied. This document is a public document and may be available to the public upon request under the provisions of the Freedom of Information Act (5 U.S.C. 552). Contact the appropriate regulatory agency for the specific procedures under which the document would be disclosed to the public and its treatment of confidential information.

CERTIFICATION

I certify that the information provided in this Notice has been carefully examined by me and is correct, complete, and made in good faith. The biographical information included in the attached *Interagency Biographical and Financial Report* has been reviewed, and it is consistent with the information obtained by the depository institution or holding company. Any misrepresentation or omission of a material fact constitutes fraud in the inducement and may subject me to legal sanctions provided by 18 U.S.C. 1001 and 1007.

Signed this ____ day of _____, ____.

Signature of Authorized Representative

Name and Title of Authorized Representative

(Area Code)(Telephone Number)

(Fax Number)

INTERAGENCY BIOGRAPHICAL AND FINANCIAL REPORT

Public reporting burden for this collection of information is estimated to average 2 hours for biographical information and 2 hours for financial information. This estimate includes time to gather and maintain data in the required form, to review instructions and to complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Office of the Executive Secretary, Federal Deposit Insurance Corporation, 550 17th Street, NW, Washington, DC 20429; Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551; Licensing Policy and Systems Division, Comptroller of the Currency, 250 E Street, S.W., Washington, DC 20219; or Corporate Activities Division, Office of Thrift Supervision, 1700 G Street, N.W., Washington, DC 20552; and to the Office of Management and Budget, Paperwork Reduction Project, Washington, DC 20503.

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GENERAL INFORMATION AND INSTRUCTIONS

This *Interagency Biographical and Financial Report* (report) is used by **individuals**¹ in conjunction with other corporate filings to the appropriate regulatory agency. This report is not a stand alone document.

Preparation

Use of this report is not mandatory. Alternative formats, if used, however, must provide all requested information, including the certification of correctness. All questions must be answered with complete and accurate information that is subject to verification. If the answer is "none," "not applicable," or "unknown," so state. Answers of "unknown" should be explained. The questions are not intended to duplicate information supplied on another form or in an exhibit; a cross reference to the information is acceptable. If this report is used, questions should be answered in the space provided. Use additional sheets as necessary. Each regulatory agency will provide additional instructions for use and preparation. If the report is not complete, the regulatory agency may either request additional information or return the filing. If you are a foreign national or a United States citizen who currently resides in a foreign country, additional information will be necessary.

Financial statements from individuals must be submitted as of a date not more than 90 days prior to the date the financial report is submitted. All amounts in this report must be based on current market value in United States dollars, rounded to the nearest thousand dollars, and agree with any totals in the supplementary schedules. In addition to the sample financial schedules, you may wish to provide supplementary schedules for other items on the financial statement. If the sample financial statement is used, an answer is required to each item. If the filer chooses to use another format, the information filed must be responsive to each request for information contained in the sample format. In addition, each regulatory agency specifically reserves the right to require up to five years of financial data from any acquiring person as well as the filing of additional information and/or statements, such as a Federal income tax return or a current appraisal to support an asset's value.

If a filer has been convicted of any criminal offense involving dishonesty, breach of trust, or money laundering, or has agreed to enter into a pretrial diversion or similar program in connection with a prosecution of such offense (12 U.S.C. § 1829), the filer must obtain approval from the FDIC before being employed in or being an affiliated party with a depository institution.

Each filer must report promptly any material change in the biographical report and/or financial condition that occurs during the review period for this filing. For additional information regarding the processing procedures and guidelines and any supplemental information that may be required, please refer to the appropriate regulatory agency's procedural guidelines

¹A **company** seeking to directly or indirectly acquire control of a bank or thrift should consult with the appropriate regulatory agency for filing instructions.

(i.e., the FRB's Processing Applications Through the Federal Reserve System and the Applications Procedures Manual, Comptroller's Corporate Manual, the FDIC's Rules and Regulations (12 C.F.R. § 303.14) and relevant policy statements, or OTS' Application Processing Handbook) or contact the agency directly for specific instruction.

Confidentiality

In general, requests for confidential treatment of specific portions of the application must be submitted in writing concurrently with the submission of the application and must discuss the justification for the requested treatment. Applicant's reasons for requesting confidentiality should specifically demonstrate the harm (e.g., to its competitive position, invasion of privacy) that would result from public release of information (5 U.S.C. 552). Information for which confidential treatment is requested should be (1) specifically identified in the public portion of the application (by reference to the confidential section); (2) separately bound; and (3) labeled "Confidential." Applicant should follow the same procedure regarding a request for confidential treatment with regard to the subsequent filing of supplemental information to the application.

An Applicant should contact the appropriate regulatory agency for specific instructions regarding requests for confidential treatment. The appropriate regulatory agency will determine whether the information submitted as confidential will be so regarded and will advise the Applicant of any decision to make available to the public information labeled as "Confidential."

INTERAGENCY BIOGRAPHICAL AND FINANCIAL REPORT

This is filed with respect to:

Name of Subject Institution or Holding Company, Location

Type of Filing

- ☐ Bank/Thrift Charter
- ☐ Bank/Thrift Holding Company
- ☐ Change in Bank Control
- ☐ Change in Senior Executive Officer or Director
- ☐ Citizenship Waiver
- ☐ Charter Conversion
- ☐ Deposit Insurance
- ☐ Federal Branch or Agency
- ☐ Other _____

Position

- ☐ Organizer
- ☐ Director
- ☐ Senior Executive Officer
- ☐ Principal Shareholder
- ☐ Trustee
- ☐ Manager
- ☐ Other _____

BIOGRAPHICAL REPORT

1. Personal Information

(a) Name _____
(Last) (First) (Middle--no initials)

(b) Residence _____
(Street Address)

(City) (State) (Zip Code)

(c) If at residence less than five years, list addresses and dates occupied for past five years.

Date From Date To Number and Street City State Zip Code

(d) Date of birth _____
(Month) (Day) (Year)

(e) Place of birth _____
(City) (State) (Country)

(f) Social Security No. _____

(g) Citizenship _____
(Country) (Date, if Naturalized)

(h) If not a U.S. citizen, Passport No. _____ Home Country ID No. _____
Father's name and Mother's maiden name: _____
Immigration File No. _____

- (i) Telephone and fax numbers where you may be reached during business hours:

(Area Code)(Telephone Number)

(Fax Number)

- (j) Trade names and/or other names used in place of given name and period of and reason for use.

Name

Period of Use

Reason for Use

2. Employment Record

- (a) List employment in reverse chronological order for the last five years.

<u>Date</u> <u>From</u>	<u>Date</u> <u>To</u>	<u>Name/Location (City, State)</u> <u>Nature of Business</u>	<u>Position Held/</u> <u>Nature of Duties</u>	<u>Reason for</u> <u>Leaving</u>
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- (b) Have you ever been dismissed or asked to resign from any past employment, including a less than honorable discharge from military service? ☐ Yes ☐ No
If "yes," complete the following:

Employer's Name/
Address/Telephone

Date of
Position Discharge

Explanation

3. Education and Professional Credentials

List each (a) diploma/degree from high schools, colleges, universities, or other schools, and (b) professional license or similar certificate you now hold or have held (for example, Attorney, Physician, CPA, NASD or SEC registration).

(a) School's Name/Location

From

To

Degree

(b) License Issuing Authority Date Issued Expiration

4. Business and Banking Affiliations

(a) List any businesses (corporation, partnership, joint venture, trustee) with which you are associated.

<u>Business Name/ Location</u>	<u>Nature of Business</u>	<u>Position/ Relationship</u>	<u>Percent Ownership</u>	<u>From</u>	
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(b) List any financial institutions with which you are or have been associated as an officer, director, partner, trustee, or owner (10% ownership or more of any class of stock).

<u>Financial Institution/ Location</u>	<u>Nature of Business</u>	<u>Position/ Relationship</u>	<u>Percent Ownership</u>	<u>From</u>	<u>To</u>
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(c) Are you now or are you proposed to be a "management official," as defined in the Depository Institutions Management Interlocks Act (DIMIA)(12 U.S.C. §§ 3201-3208), of another insured depository institution or depository institution holding company? ☐ Yes ☐ No

If "yes," explain either why the potential interlock is not a violation of the DIMIA, or what action will be taken to prevent a violation of the DIMIA.

(d) Are you in the process of being considered for a senior executive officer or director position by any other regulatory agency? ☐ Yes ☐ No

If "yes," provide the name of the agency and the institution or holding company.

5. Legal and Related Matters

(If "yes" is answered to any item in (a) - (e) below, describe the situation in detail, including the name and location of the institution, business, or parties involved, the date(s), nature of the charge/association/proceeding, name and address of court involved, and the disposition.)

(a) Have you ever been the subject, in your individual or corporate capacity, of a prior or current application or notice that was filed in final form and subsequently denied, withdrawn, or otherwise failed to obtain favorable action, or other regulatory matter and/or administrative action pertaining to any federal or state financial institution? ☒ Yes ☐ No

- (b) Have you been associated as a senior executive officer, director, or principal shareholder (owning 10% or more of the outstanding stock) with any insured depository institution or financial institution holding company that has been subject to any enforcement action or have you been personally subject to a prohibition or removal order, civil money penalty, or other enforcement action? ☐ Yes ☐ No
- (c) Have you been associated as a senior executive officer, director, or principal shareholder of any insured depository institution, as defined in 12 U.S.C. § 1813(c), that: (1) failed, (2) received financial assistance from a financial institution depository agency (e.g., FDIC, Resolution Trust Corporation, or former Federal Savings and Loan Insurance Corporation), or (3) was a merger partner with an institution that received financial assistance from a financial institution depository agency? ☐ Yes ☐ No
- (d) Have you ever been involved, or are you currently involved, in any lawsuit, formal or informal investigation, examination, or administrative proceeding (excluding routine or customary audits, inspections, and investigations) issued against, entered into by, or involving you or a company with which you are or were associated that may result in or resulted in any sanction, fine, monetary damage, loss of right or benefit, revocation of license, agreements, undertakings, consents or orders with any federal or state court, any department, agency, or commission of the U.S. government or state, municipal, or foreign government entity? ☐ Yes ☐ No
- (e) Have you or any business or enterprise with which you have been associated as an officer, including a senior executive officer, director, or principal shareholder of 10% or more of outstanding stock, filed for bankruptcy or forfeited property? ☐ Yes ☐ No
- (f) Have you ever defaulted on a personal loan, loan to your company, or loan in which you were a guarantor? If "yes," provide complete details, including direct and indirect debt terms, defaulted amount, and lender. ☐ Yes ☐ No
- (g) Have you or any business or enterprise with which you are or were associated as an officer, including a senior executive officer, director or principal shareholder (owning 10% or more of the outstanding stock), been the subject of any law enforcement agency's charge, arrest, indictment, conviction, conviction whereby the record was subsequently expunged, or have you pleaded *nolo contendere* to any criminal matter (other than minor traffic violations)? ☐ Yes ☐ No

If "yes," complete the following:

<u>Name/Type of Business</u>	<u>Relationship/ Stock Owned</u>	<u>Nature of Charge/Proceeding</u>	<u>Date of Charge</u>	<u>Jurisdiction Location</u>	<u>Disposition</u>	<u>Date</u>
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6. Additional Information

Present any other information you believe is important to evaluate your filing. If you are involved in the organization of a new institution, discuss your specific role.

FINANCIAL REPORT

FINANCIAL STATEMENT AS OF _____
(in thousands)

Assets		Liabilities and Net Worth	
1. Cash on hand and in financial institutions	\$ _____	8. Accounts payable	\$ _____
2. Marketable securities (Schedule A)	_____	9. Notes payable and other loans (Schedule F)	_____
3. Other securities	_____	10. Real estate mortgages (Schedule C)	_____
4. Notes receivable (Schedule B)	_____	11. Other liabilities (Schedule G)	_____
5. Real estate (Schedule C)	_____	TOTAL LIABILITIES	_____
6. Proprietary interests (Schedule D)	_____	12. Net worth (Total assets less total liabilities)	_____
7. Other assets (Schedule E)	_____		
TOTAL ASSETS	\$	TOTAL LIABILITIES AND NET WORTH	\$

CONTINGENT LIABILITIES

In addition to the liabilities listed above, have you endorsed, guaranteed, or become otherwise indirectly or contingently liable for the debts of others or through a pending lawsuit? ☐ Yes ☐ No If "yes," complete the following:

Name and address of Debtor/Obligor	Name and address of Creditor/Obligee	Description and Value of Collateral	Date Due	Current Amount
TOTAL				\$

SUPPORTING SCHEDULES

Schedules must agree in total with the appropriate item contained in the Financial Statement on page 5 of this report.

Schedule A) Marketable Securities

Indicate all debt and equity securities listed on an exchange or otherwise regularly traded in an open market. Separate debt and equity securities. Securities of closely held corporations should be listed on Schedule D--Proprietary Interests. The description should include the name of the issuer; the principal amount or number of shares held; and the interest rate, if applicable. Small holdings may be aggregated and shown as "other" provided that they account for no more than 10% of marketable securities.

Description	Market Value
	\$
TOTAL (carry forward to item 2)	\$

Schedule B) Notes Receivable

The description should include the name of the obligor; the note's maturity and terms of repayment; and a description of any collateral. If the note is payable to you and others jointly, indicate only your beneficial interest under Current Balance.

Description	Current Balance
	\$
TOTAL (carry forward to item 4)	\$

Schedule C) Real Estate and Related Loans

List all real estate in which you hold a beneficial interest. Submit year-end financial statements, including profit and loss statements, for the last two years for each investment (exclude residence) in which you have an interest equal to 10% or more of your net worth. Also submit a cash flow statement on any investment property valued at greater than 10% of net worth.

Description and Location (City and State)	Owner of Property	% Owner-ship	Mortgage Holder	Maturity Date	Current Market Value*	Current Balance**
					\$	\$
TOTAL					\$	\$

* Carry TOTAL forward to item 5

** Carry TOTAL forward to item 10

Schedule D) Proprietary Interests

List all business enterprises in which you hold a beneficial interest. The term "business enterprise" includes a corporation, association, partnership, business trust, sole proprietorship, or other business, the shares of which are not listed on a securities exchange or otherwise regularly traded. Under "Legal Form of Business," state the legal form of the business (corporation, joint venture, etc.) *(Submit year-end financial statements, including profit and loss and cash flow statements, for the last two years for each business interest in which you have an interest equal to 10% or more of your net worth).*

Name and Address of Business	Legal Form of Business	Nature of Business	% Ownership	Current Value
				\$
TOTAL (carry forward to item 6)				\$

Schedule E - Other Assets

If any one asset amounts to 10% or more of net worth, briefly describe the asset. Include accounts receivable, merchandise and inventory at lower of cost or market value, machinery and equipment (less depreciation), life insurance at its cash surrender value, retirement funds (IRA, Keogh, etc.)

Description	Basis for Valuation	Current Value
		\$
TOTAL (carry forward to item 7)		\$

Schedule F) Notes Payable and Other Loans

Indicate all loans or notes payable other than real estate mortgages listed in Schedule C. Loan origination information must include the original date, loan amount, and co-makers, if any, and their percent obligation. Small obligations may be aggregated and shown as "other" provided that they account for no more than 20% of other loans and notes payable. Indicate any debt that is contractually delinquent by an asterisk next to the current balance.

Name and Address of Creditor and Loan Origination Information	Description and Value of Collateral	Maturity Date	Current Balance
			\$
TOTAL (carry forward to item 9)			\$

Schedule G - Other Liabilities

If any one liability amounts to 10% or more of net worth, briefly describe it. Include interest and taxes due and unpaid, other debts accrued and other liabilities.

Payable To	Description	Maturity Date	Current Balance
			\$
TOTAL (carry forward to item 11)			\$

Cash Flow Statement*

<u>Sources of Cash</u>	19__	19__	Year to Date 19____	Projected Next Year 19____
Salaries, wages, commissions, or other employment income	\$	\$	\$	\$
Rents, royalties, and investments				
Income from dividends and interest				
Other sources				
Total cash received				
<u>Uses of Cash</u>				
Personal living expenses (rent, household, etc.)				
Fixed obligations				
Income taxes				
Other uses				
Total cash outlay				
NET CASH FLOW (deficit)	\$	\$	\$	\$

*Discuss any significant changes and itemize any items amounting to 10% or more of total income on a separate page, including insurance payments. Fixed obligations include bank loans, other loans, amortization and other debt servicing, and non-loan expenses for real estate investments. Any loan proceeds and debt service associated with this transaction should be included in projections for "Other" sources and uses.

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A copy of this document is provided to the appropriate regulatory agency as required under various statutes and implementing regulation(s). To the extent that it contains personal and financial information about persons, the information may be subject to the Privacy Act of 1974 (5 U.S.C. § 552a) which provides safeguards for personal information. The appropriate regulatory agency may, at its discretion, disclose any or all of the information obtained concerning you to other regulatory agencies or other law enforcement or governmental agencies, in connection with the investigation of a possible violation of any federal or state statute or when such release is determined to be in the best interest of the appropriate regulatory agency and consistent with the public interest and applicable law. The appropriate regulatory agency may obtain information about you from any **and** sources without limitation. These documents are considered confidential and generally are exempt from public disclosure under the authority of 5 U.S.C. § 552, relating to a personnel, medical, or similar record, including a financial record, or any portion thereof, the disclosure of which would constitute a clearly unwarranted invasion of personal privacy.

CERTIFICATION

I understand that the appropriate regulatory agency may conduct extensive checks into my background, experience, and related matters in conjunction with my application or filing. I certify that the information contained in the biographical report and/or financial report has been carefully examined by me and is true, correct, and complete. I acknowledge that any misrepresentation or omission of a material fact, with respect to the foregoing, constitutes fraud in the inducement and may subject me to legal sanctions provided by 18 U.S.C. §§ 1001 and 1007.

Signed this ____ day of _____, ____.

_____ Signature*	_____ Signature
_____ Print or type name	_____ Print or type name
_____ Title (if applicable)	_____ Title (if applicable)

* If a joint financial statement is being submitted, both parties should complete the "Certification."